

## REPORT OF THE FOURTH BOARD MEETING

**Outline:** This document presents the draft Report of the Fourth Board Meeting and includes all decisions made at the meeting. The Report of the Fourth Board Meeting is subject to ratification by the I-DAIR Board at its next meeting.

Accompanying documentation from the Fourth Board Meeting is available at <https://www.i-dair.org/board-documentation> or by writing to [anne.hassberger@i-dair.org](mailto:anne.hassberger@i-dair.org).

Decision Points are clearly indicated.

### Participants:

#### Board members:

- Christoph Benn (in person)
- Amb. Cleopa Mailu (not present)
- Amb. Muhammadou Kah (in person; not the full time, joined both days)
- Amb. Päivi Sillanaukee (online -first day joined at agenda item 3)
- Jeanette Vega Morales (not present)
- Nnenna Nwakanma (online)
- Steve Davis (in person)
- Alain Labrique (online; not the full time)
- Lesley-Anne Long (2nd day only)
- Marc Hofstetter (online)
- Tariq Khokhar (online; observer)
- Ricardo Baptista Leite (in person)

#### I-DAIR Secretariat and external advisors and experts

- Katja Roll (JLI, Senior Advisor); (online)
- Anne Hassberger (Board Secretary, I-DAIR COO), (in person)
- Irene Rey Landeira (I-DAIR project coordinator), (in person)

## Table of Contents

<i>Agenda Item 1. Welcome and approval of the Agenda.....</i>	<i>3</i>
<i>Agenda Item 2. Approval of the report of the last Board Meeting.....</i>	<i>3</i>
<i>Agenda Item 3. Board Composition &amp; Leadership - Vice Chair TORs &amp; Civil society representative.....</i>	<i>3</i>
<i>Agenda Item 4. Finance &amp; Audit Committee report.....</i>	<i>3</i>
<i>Agenda Item 5. Strategy presentation.....</i>	<i>4</i>
<i>DAY 2.....</i>	<i>4</i>
<i>Agenda Item 1. Welcome.....</i>	<i>4</i>
<i>Agenda Item 2. Strategy discussion.....</i>	<i>4</i>
<i>Agenda Item 8. AOB.....</i>	<i>5</i>
<i>Agenda Item 9. Closing.....</i>	<i>5</i>

## Agenda Item 1. Welcome and approval of the Agenda

---

The Board Chair, Christoph Benn, opened the I-DAIR Board meeting by welcoming all participants. Upon request, the Board agreed that the meeting be recorded for the sole purpose of supporting the drafting of the Board meeting's report. He then proceeded with the first point of the agenda, its approval. The Agenda (see Board document #1) was approved.

**Decision 1: The Board approves the agenda.**

## Agenda Item 2. Approval of the report of the last Board Meeting

---

No comments or concerns were raised.

**Decision 2: The board approves the report from the 3rd Board Meeting (Board Document #2).**

## Agenda Item 3. Board Composition & Leadership - Vice Chair TORs & Civil society representative

---

The Board chair introduced the discussion of the new Board composition and proposed to approve Dr Jeanette Vega Morales as the new Vice-Chair until 31 August 2025 and to approve the TORs for the Board leadership, that replace the inaugural Chair TORs. The Board thanked the chair for having taken into consideration relevant aspects such as geographic and gender representation for this nomination.

The chair further proposed to approve Ms Mathilde Forslund, Executive Director of Transform Health, as the Civil Society Representative to the Board. It was noted that no person is representing the views of any group but their own views, taking into consideration their knowledge and background. The Board requested prudence when quoting the representation issue in the future. No further comments were raised.

**Decision 3: The board approves the Board leadership TORs and the selection of the new Vice-Chair and Civil society representative to the Board.**

## Agenda Item 4. Finance & Audit Committee report

---

Mark Hofstetter, FAC's chair introduced the topic and summarized the outcomes of its first meeting on 31 August 2023, clarifying the responsibilities of the committee and the Board and informing the Board of the new policies approved by the FAC.

The FAC chair also covered the financial update presented to the FAC by I-DAIR's COO which shows the need to mobilise further resources in order to continue its operations in 2024. It was also noted that the secretariat is analyzing and planning for the different scenarios, including the worst-case scenario. The Board supported transparent, honest and positive communication with the staff regarding the current financial situation, including awareness of the worst case scenario.

The last point covered was the proposal that future Board meetings should be scheduled in December and June in order to align them with its legal requirements.

The Board thanked the FAC and secretariat for the work done in such a short period of time.

## Agenda Item 5. Strategy presentation

---

Ricardo Baptista Leite, I-DAIR CEO, provided an update after his first 100 days onboard and presented the new strategy to the Board. The main goal of the new strategy is to have an impact in health and well-being as per SDG3. He presented I-DAIR's Theory of Change and the role of I-DAIR going forward, reiterating the role of I-DAIR as an implementing partner. He explained the strengths of I-DAIR to play the implementing role, highlighting the neutrality, endorsement by WHO and other key partners, the leadership experience and global network of partners.

The main goal of I-DAIR moving forward will be as a neutral nonprofit partner focused on expanding countries' capacity to regulate AI in health, leveraging globally defined standards, processes and tools. He emphasized that I-DAIR will not be setting standards or developing validating tools but strengthen the capacity of regulatory authorities to validate AI tools.

I-DAIR's core principles include cultivating trust by supporting regulatory mechanisms that apply globally recognized ethical and technological standards to enhance the benefits of AI solutions while protecting individuals and communities; catalyzing innovation by supporting flexible and responsible regulatory mechanism that are designed to work with technologies and can keep pace with rapid evolution of AI technologies; and centering equity by lessening the digital divide.

Ricardo Baptista Leite also summarized the key next steps for I-DAIR with a main focus on the public presentation of the new strategy, the need to rebrand the organisation and mobilising immediate resources. I-DAIR will do a pre-launch of the strategy at the European State Health Forum on the 27th of September followed by a high level event hosted by the Swiss mission at the residence of the Swiss ambassador in Geneva on October 2nd, a roundtable at the WHS and further launch in our digital platforms. He will then go on a Roadshow with at least 10 different countries/ conferences identified.

On the question of rebranding, one key finding that came out from the survey conducted by I-DAIR, in his conversations with partners and through the Botnar grant evaluation, was that

stakeholders did not really understand what I-DAIR did, nor its name and that there was an urgent need for renewal. Not only was the rebranding essential, but it was also urgent, due to the upcoming public presentation of the new strategy at a series of events at the UNGA in New York, at the Gastein European Health Forum in Austria - Networking Session; at an exclusive invitation-only event at the residence of the Swiss PR to the UN in Geneva with the presence of former President of the European Commission Jose Barroso who delivered a keynote speech; and at the World Health Summit in Berlin - invitation only high-level round table and to the urgent need to mobilise new resources.

I-DAIR hired an external communications company to help define I-DAIR's new name and branding, that should reflect its new focus on artificial intelligence, its shift from research to implementation and that should not be already in use. HealthAI was identified as the new name with the tagline 'The Global Agency for Responsible AI in Health'.

The Bylaws should be adapted to reflect those changes in addition to some housekeeping updates recommended by the organisation's legal advisor, and submitted to the Swiss Federal Authority for Foundations for approval.

## DAY 2

### Agenda Item 1. Welcome

---

The Chair welcomed board members back for the second part of the Board meeting. Upon request, the Board agreed that the meeting be recorded for the sole purpose of supporting the drafting of the Board meeting's report.

### Agenda Item 2. Strategy discussion

---

The Board thanked Ricardo Baptista Leite, I-DAIR CEO for his presentation and the Chair opened the floor for discussion. The Board appreciated the ambitious strategy in an uncertain highly competitive environment, and agreed on the need to pivot the strategy from research towards regulation. The relationship with WHO was underlined as key to the strategy, and to the WHO/ITU/WIPO Global Initiative on AI for Health. It was shared that WHO had mentioned I-DAIR as one of its key partners at the G20 Health Working Group meetings.

A new UN agency on regulation was to be announced at the UNGA. This reinforced the need to implementing partners, such as I-DAIR's new role, which would not establish standards, nor validate tools. The Board emphasized the need to build capacity locally and to adapt to the specific needs of the countries. It also recommended to take into consideration the upcoming EU AI Act and seek collaboration with the European Commission, as well as with the upcoming African Medical Agency, small states and G20.

The Board also discussed the trust aspect and safety issue in the rapid evolution of AI in the health ecosystem and suggested creating a clear and concise communication material to showcase the new strategy and value added, and create clear visual (f.ex. stakeholder flowchart).

The Board finally stressed the need for a carefully sequenced implementation plan, with clear and realistic priorities, outline key activities and outputs for the next two years, as well as sequenced hiring of manpower and talent. The CEO committed to presenting the implementation plan to the Board in December and shared his intention to reinforce the local team in Geneva.

**Decision 4: The Board approves the new strategy.**

**Decision 5: The Board approves the new name of the organisation, and subsequent proposed changes in the Bylaws and requests the Secretariat to seek the approval of the Federal Supervisory Authority for Foundations to which the Foundation is subject.**

## Agenda Item 8. AOB

---

None

## Agenda Item 9. Closing

---

The Board Chair thanked the Board and proposed that the next board meeting take place on the 12th [ndr: moved to 14th] of December 2023.

The meeting was closed.